UNIVEST CORP OF PENNSYLVANIA
Form 5
January 23, 2014

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
HOCHSTETLER KENNETH D

(Last) (First) (Middle)

318 HIGHLAND AVENUE

(Street)

SOUDERTON,Â PAÂ 18964

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
UNIVEST CORP OF PENNSYLVANIA [UVSP]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Executive VP

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ Form Filed by One Reporting Person
___ Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common	Â	Â	Â	Â	Â	Â	41,417.2686 (1) (2)	D	Â
Common Stock (Restricted Shares Subject to Vesting)	Â	Â	Â	Â	Â	Â	16,936	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 D S (
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Incentive Stock Options (Right to Buy)	$ 24.27	Â	Â	Â	Â	Â	12/30/2007	12/30/2015	Common	3,000	
Incentive Stock Options (Right to Buy)	$ 21.11	Â	Â	Â	Â	Â	12/31/2009	12/31/2017	Common	6,000	
Incentive Stock Options (Right to Buy)	$ 22.9	Â	Â	Â	Â	Â	01/31/2011	01/31/2019	Common	5,000	
Incentive Stock Options (Right to Buy)	$ 17.235	Â	Â	Â	Â	Â	01/31/2013	01/31/2021	Common	4,500	
Incentive Stock Options (Right to Buy)	$ 14.8	Â	Â	Â	Â	Â	01/31/2014	01/31/2022	Common	4,500	
Incentive Stock Options	$ 16.88	Â	Â	Â	Â	Â	01/31/2015	01/31/2023	Common	4,500	

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOCHSTETLER KENNETH D 318 HIGHLAND AVENUE SOUDERTON,Â PAÂ 18964	Â	Â	Â Senior Executive VP	Â

Signatures

Michael S. Keim	01/23/2014
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, see Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) DOES INCLUDE 6,271.2686 SHARES ACQUIRED ON OR AFTER AUGUST 15, 1996 THROUGH THE DIVIDEND REINVESTMENT PLAN AND EMPLOYEE STOCK PURCHASE PLAN.

(2) DOES INCLUDE 16,936 SHARES OF RESTRICTED STOCK.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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